

ROBERT H. WEISS & ASSOCIATES, P.C.

50 Jericho Turnpike, Suite 201

Jericho, New York 11753

(516) 876-4213

4/1/02 -
#1

RETAINER

Date: April 1, 2002

Charanjit Sahni, Harpreet Sahni, Nand K. Sahni and Nasimang Enterprises AVV

Thank you for your confidence in asking this firm to represent you in your securities matter.

This letter will set forth our fee understanding with respect to our representation of you.

Scope of Representation: The scope of the representation that will be undertaken upon receipt of a signed copy of this retainer is to arbitrate your securities claims against Prudential Securities, Inc. and all other associated parties with respect to Prudential Securities' account numbers: HKA-094629-23, HKA-094637-23, HKA-094581-23 and HKA-095638-23.

Legal Fees: Robert H. Weiss & Associates, P.C. will undertake representation on a contingency fee basis as follows: Upon recovery of any losses by award, settlement or otherwise, Robert H. Weiss & Associates, P. C. will be paid 30% of the proceeds as legal fees. It is understood that any legal fees due and owing to my prior attorney Kroll, Moss & Kroll LLP will be taken from the 30% legal fee due Robert H. Weiss & Associates.

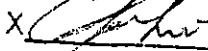
Costs: Clients will advance the filing fees with the NYSE of \$1,250.00. It is also understood that an expert witness fee of \$5,000 will be paid by the Clients and will be refunded by Robert H. Weiss & Associates, P.C. at the conclusion of the matter.

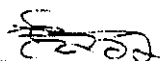
If the above is agreeable to you, please sign and return this letter indicating that you approve of the terms, and conditions set forth.

Sincerely,

Robert H. Weiss

DATED: March 29, 2002

X 
Charanjit Sahni

X 
Nand K. Sahni

X 
Harpreet Sahni

X 
Nasimang Enterprises AVV

EXHIBIT

W-1 for ID
Rec 12/14/03

WEISS 0092